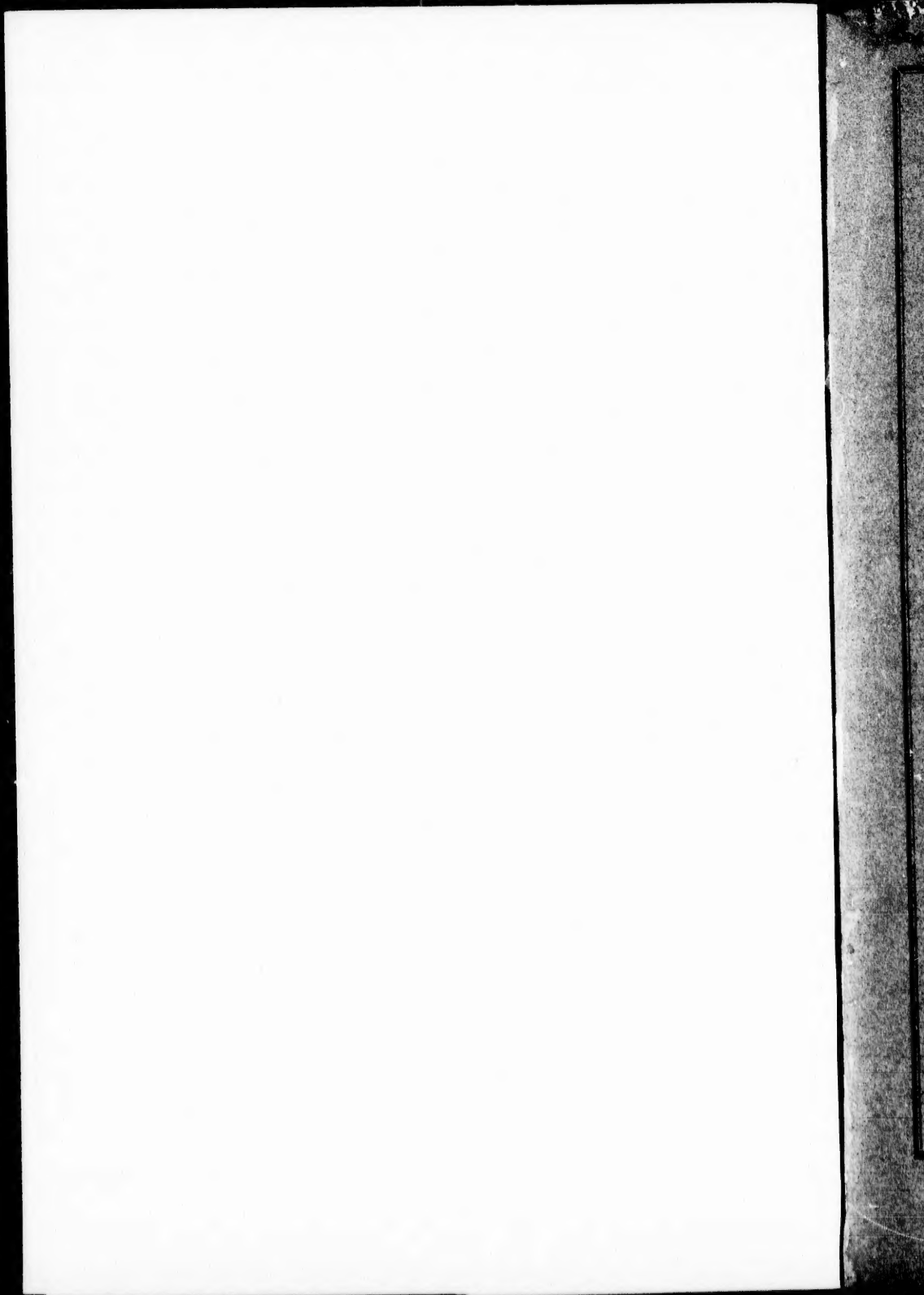




BY-LAWS

OF THE

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MONTREAL

RAILROAD CAR COMPANY,

ENREGISTERED, JULY, 1854,

UNDER THE PROVISIONS OF

ACT 13 & 14 VICTORIA, CHAPTER 27 & 28.

MONTREAL:

PRINTED BY JOHN LOVELL, AT HIS STEAM PRINTING ESTABLISHMENT,
ST. NICHOLAS STREET.

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**W**HEREAS it is by the said Act, with and among other things provided and required, that the Trustees of such Company or Companies, as may organise in conformity with, and have complied with the requirement of the said Act, should make and enact By-laws, for the regulation and management of the said Company, and

Whereas, certain persons, to wit: William Sullivan Childs, The Hon. John Young, Francis L. B. Noad, John Leeming, and James George Shipway, have been appointed Trustees for the first year, for the Montreal Railroad Car Company, by vote of the Stockholders, and have enregistered themselves as the Stockholders and Trustees of the said Company, according to the provisions of the said Act 13 and 14 Vict., chap. 27 and 28, for the year commencing from their registration.

Be it therefore known, and it is hereby declared that the said Trustees do hereby make, approve, and adopt the following as the By-laws of the said Company, viz:

## I.

The Annual Meeting of the Stockholders of the Montreal Railroad Car Company shall be held at the Office of the Company in the City of Montreal, on the                      day of                      in each year; of which legal notice shall be given, for the purpose of receiving a statement of the concerns of the Company, a report of the Directors for the past year, for the election of three or more Trustees, and other business which may be brought forward according to the Act of Parliament, and the By-laws of the Company.

## II.

The voting at all Special and Annual Meetings of the Stockholders of the Company shall be by ballot, and it shall be competent for absent Stockholders to vote by proxy. It shall, however, be the duty of any one holding proxies to notify the President of the Company, at least twenty-four hours before any meeting, the name of the Stockholders, the number of shares, and his authority for using them, which authority shall be deposited with the President.

## III.

In case of vacancy occurring among the Trustees by death or resignation, or permanent removal out of the Province, it shall be their duty to call a special meeting of the Stockholders to supply another qualified Trustee, within one month after such vacancy shall have taken place.

## IV.

It shall be competent for the Trustees to take and exact security from any one employed in the Company's employ, to such extent and of such a nature as may to them seem fit.



## V.

The Seal of the Company shall in no case be used without the knowledge of the President, or his Deputy, by his directions.

## VI.

The form of certificate of stock for Stockholders shall be as follows :

# **MONTREAL RAILROAD CAR COMPANY.**

Enregistered, July, 1854, under Act 13 and 14 Vict. ch. 28.

**CAPITAL STOCK, \$40,000.**

No. \_\_\_\_\_ Shares.

This is to Certify, that \_\_\_\_\_ is the Proprietor  
of \_\_\_\_\_ Shares in the Montreal Railroad Car Company,  
subject to the provisions of the Act 13 and 14 Vic., Chap. 28, and  
the By-laws of the Company, transferable only at their Office in  
Montreal, by the said \_\_\_\_\_ or \_\_\_\_\_ Attorney, on the  
surrender of this Certificate.

In Witness whereof, the President and Treasurer have  
hereunto affixed their  
signatures and the  
Corporate Seal of the  
said Company, this  
\_\_\_\_\_ day of \_\_\_\_\_  
185 , at Montreal.

Countersigned,

\_\_\_\_\_  
President,

\_\_\_\_\_  
Secretary.

\_\_\_\_\_  
Treasurer.

## VII.

The form of transfer of stock shall be on the back of the certificate as form following :

TRANSFER No. \_\_\_\_\_

**For Value Received,** \_\_\_\_\_ *of* \_\_\_\_\_  
*hereby transfer to* \_\_\_\_\_ *of* \_\_\_\_\_

*Shares of the Capital Stock of the MONTREAL RAILROAD CAR COMPANY.*

*Witness my hand, this* \_\_\_\_\_ *day of* \_\_\_\_\_ 185

## VIII.

That the By-laws of the Company shall not be repealed or any new By-laws made without the concurrence of a majority of Stockholders in value either voting in person or by proxy and at a Special Meeting called for the purpose, or at an Annual Meeting.

## IX.

That at any and all Meetings of Stockholders, it shall be requisite that not less than five Stockholders be present to form a quorum.

## X.

That it shall be competent and lawful for Stockholders individually or collectively holding fifteen bona fide Shares, to call a Meeting of the Directors or Trustees at any time ; Provided always, that the object of the Meeting shall be given in writing to the President, and at least three days notice to all Directors or Trustees, and the Secretary, receiving such requisition, shall be bound to call such meeting and give the required notice, and general or special meetings of the Stockholders may be called upon similar requisition and after notice to the Stockholders in the same manner as for the Annual Meetings of the Company.



## XI.

All money or monies to be paid out on account of this Company shall be by cheque on the Treasurer in form and manner following :

**MONTREAL RAILROAD CAR COMPANY.**

No. of Cheque \_\_\_\_\_

**Montreal,** \_\_\_\_\_ 185

No. of Voucher \_\_\_\_\_



**Pay** \_\_\_\_\_ *or Order,*

*the sum of* \_\_\_\_\_

\_\_\_\_\_ **President.**

\_\_\_\_\_ **Trustee.**

**THE CASHIER,**

**Bank of Montreal.**

and the Treasurer is hereby authorised to pay such cheques, but not unless it or they have been previously signed by the President of the Company (or by his legal representative) and by one of the Trustees.

## XII.

It shall be competent for the Stockholders to increase the Capital Stock of this Company, at any Meeting specially called for that purpose, according to the provisions and requirements enacted; Provided always, that not less than three-fourths of the Stockholders, in value, either in person or by proxy, shall vote for such increase.

## XIII.

It shall be the duty of the Secretary to see that all necessary books of account either required by the Act 13 and 14 Vict. Chap. 28, or by the business of the Company shall be properly and faithfully kept.

## XIV.

That no person or persons whether Stockholders or not shall be permitted as of right to enter into the Factory or premises of the Company except on producing the written order of the President or a Trustee, excepting always the right of Stockholders and others authorized by Law to visit the office and examine the books of said Company required by the statute to be kept open to their perusal.

## XV.

That within ten days after the Annual Meeting it shall be the duty of the Trustees elected by the Stockholders to elect one of their number to be President of the Company, and Chairman of all Meetings, and to appoint a Treasurer, Secretary, and such other Officers as may be requisite, with such salaries or remuneration as may appear just and necessary.